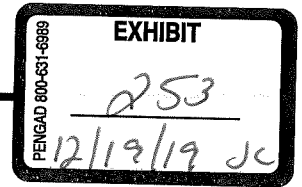


EXHIBIT 61

[Filed Under Seal]



From: Garfinkle, David
Sent: Thursday, November 13, 2014 6:02 PM
To: Lappin, Harley; Hininger, Damon
Subject: Fwd: CAR 15 Request for Revisions #5
Attachments: CAR 15 CCA DN 5 Letter.pdf; ATT00001.htm; RFP-PCC-0022 Amendment 4.pdf; ATT00002.htm

Is it customary for the BOP to express serious concerns about contractor performance during the RFP stage, e.g., first Cibola, now Eden. To me, it seems very alarming.

Thanks.

Dave

Sent from my iPad

Begin forwarded message:

From: "Barker, Michelle" <Michelle.Barker@cca.com>
To: "Hininger, Damon" <Damon.Hininger@cca.com>, "Grande, Tony" <Tony.Grande@cca.com>, "Lappin, Harley" <Harley.Lappin@cca.com>, "Garfinkle, David" <David.Garfinkle@cca.com>, "Groom, Steve" <Steve.Groom@cca.com>, "Mayberry, Lucibeth" <Lucibeth.Mayberry@cca.com>, "White, Kim" <Kim.White@cca.com>
Subject: FW: CAR 15 Request for Revisions #5

FYI

From: Binion, Mike
Sent: Thursday, November 13, 2014 4:49 PM
To: MURRAY, Don; Hall, Keith; Robinson, John; Baxter, John; Swindle, Patrick; Sherling, Alexander; Lester, Amanda; Baxley Jr, Stephen; Metcalf, Natasha; Odubeko, Ashley
Cc: Barker, Michelle; Ferrell, Brian; Verhulst, Bart; Beasley, Jeb
Subject: CAR 15 Request for Revisions #5

The BOP has issued the attached request for clarifications to our CAR 15 proposal concerning Health Services at Eden.

Additionally, we are to provide proposal revisions in response to Amendment #4 (also attached for your convenience) which changes the contract term from a 4 year base with three 2 year options to a 5 year base with five 1 year options. New pricing schedules are provided with the amendment.

I will be working with you on the response. We will ship the response one week from today (November 20).

Thank you.

Mike

Mike Binion
Proposal Development Manager
CCA
10 Burton Hills Boulevard
Nashville, TN 37215
(615) 263-3918
Mike.Binion@cca.com



U. S. Department of Justice

Federal Bureau of Prisons

Privatized Corrections Contracting

Washington, D.C. 20534

November 13, 2014

Brian K. Ferrell
Vice President
Proposal Development
Corrections Corporation of America
10 Burton Hills Boulevard
Nashville, Tennessee 37215

RE: Request For Proposals (RFP)-PCC-0022
Criminal Alien Requirement 15
Request for Proposal Revision #5

Dear Mr. Ferrell:

The purpose of this letter is to issue Amendment #4 (attached) and a discussion question in regards to Past Performance (page 3) of RFP-PCC-0022 to Corrections Corporation of America (CCA) for the proposals submitted in response to the solicitation. CCA's offers Northeast Ohio Correctional Center (Youngstown, OH) for Requirements A & B, Prairie Correctional Facility -1740 beds (Appleton, MN) and Diamondback Correctional Facility (Watonga, OK) for Requirement B, all of which are still considered to be within the competitive range.

The Federal Acquisition Regulation defines exchanges with offerors after the establishment of the competitive range as discussions (i.e. negotiations). The primary objective of discussions is to maximize the Government's ability to obtain the best value, based on the requirement and the evaluation factors set forth in the solicitation. Also, it allows the offeror an opportunity to revise its proposal. It is imperative that CCA closely review the amendment and respond accordingly to enhance the original proposal.

Proposal revisions in response to Amendment #4 are due no later than November 24th, 2014, at 1:00 PM EST, to the following address:

Federal Bureau of Prisons
Attn: Michael Bodine/Tim Barnes, CO
Privatized Corrections Contracting
320 First Street, NW - Room 5005
Washington, DC 20534

Please provide the following number of copies of your proposal revisions:

1 Hard copy and one (1) electronic copy in PDF

This is not a request for final proposal revisions. If you have any questions, please feel free to contact me at (202) 353-3326.

Enclosures
Sincerely,

**TIMOTHY
BARNES**

Digitally signed by TIMOTHY BARNES
DN: c=US, o=U.S. Government, ou=Dept of
Justice, ou=BOP, cn=TIMOTHY BARNES,
0.9.2342.19200300.100.1.1=15001001254782
Date: 2014.11.13 15:39:56 -05'00'

Tim Barnes
Contracting Officer
tbarnes@bop.gov

Past Performance (Eden Detention Center)

The Bureau of Prisons (Bureau) has serious concerns about the performance at the Eden Detention Center. Specifically, we are addressing the results of the recent CFM conducted in August of 2014, to include the "inadequate controls in the clinical care and staffing area in Health Services." Please address what has caused this area of services to develop a pattern of contract non-conformance. Please be specific in listing corrective actions that have taken place or will take place to resolve these performance issues.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE 1 OF 5 PAGES
2. AMENDMENT/MODIFICATION NO. 4	3. EFFECTIVE DATE Nov 13, 2014	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY DEPARTMENT OF JUSTICE FEDERAL BUREAU OF PRISONS PRIVATIZED CORRECTIONS CONTRACTING 320 FIRST STREET, NW (5005) WASHINGTON, D.C. 20534	7. ADMINISTERED BY (If other than Item 6) FEDERAL BUREAU OF PRISONS PRIVATIZED CORRECTIONS CONTRACTING 320 FIRST STREET, NW (5005) WASHINGTON, D.C. 20534		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)		(X) 9A. AMENDMENT OF SOLICITATION NO. RFP-PCC-0022	9B. DATED (SEE ITEM 11) Jun 26, 2013
			10A. MODIFICATION OF CONTRACT/ORDER NO.
			10B. DATED (SEE ITEM 13)
CODE	FACILITY CODE		

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

☒ The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers ☐ is extended, ☒ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing items 8 and 15, and returning 1 copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment your desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

13. THIS ITEM ONLY APPLIES TO MODIFICATION OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

CHECK ONE	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
<input type="checkbox"/>	
<input type="checkbox"/>	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
<input type="checkbox"/>	D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor ☐ is not, ☒ is required to sign this document and return 1 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

RFP-PCC-0022 is hereby amended as indicated on continuation pages 2 - 5.

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)
	TIMOTHY BARNES
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
(Signature of person authorized to sign)	Digitally signed by TIMOTHY BARNES DN: c=US, o=U.S. Government, ou=Dept of Justice, ou=BOP, cn=TIMOTHY BARNES, 0.9.2342.19200300.100.1.1=15001001254782
	16C. DATE SIGNED Date: 2014.11.13 15:09:58 -05'00'

NSN 7540-01-152-8070
Previous edition unusable

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA FAR (48 CFR) 53.243

CONFIDENTIAL

AMENDMENT OF SOLICITATION/ MODIFICATION OF CONTRACT - CONTINUATION			1. CONTRACT ID CODE	
2. AMENDMENT/MODIFICATION AMENDMENT 4	3. EFF. DATE SEE BLOCK 16C.	4. REQUISITION/ PURCHASE REQ. NO.	PAGE OF 2	PAGES 5

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible).

This amendment is issued to RFP-PCC-0022 (CAR 15), to change the Firm-Fixed, Indefinite Quantity with Multi-Year base period contract type to a Firm-Fixed Price Service contract with a five year base period, and five one-year option periods. This amendment is issued to make the following changes to the solicitation:

A. Section B -Pricing Instructions: Remove Section B-Supplies or Services and Prices/Costs in its entirety and replace with Attachment #1, Section B-Supplies or Services and Prices/Costs (4 pages).

B. Complete the revised Section B-Supplies or Services and Prices/Costs.

C. Section G – Contract Administration data: The language in section G.3 (page 22) has been revised as indicated below:

Remove the following paragraphs:

In consideration for the contractor's satisfactory performance of services called for under this contract, the Government shall make payment to the contractor at the rates identified in the schedule. For billing purposes, inmate days will be calculated based upon a daily official (SENTRY) inmate count to be specified by the Federal Bureau of Prisons subsequent to award.

Monthly payment shall be based upon the contractor's fixed price divided by the number of months within each performance period. For the base period and each option period, the fixed incremental unit price will only apply when the number of inmates within the monthly payment period exceeds an average daily population. Except for inmates receiving outside medical care, inmates not physically located within the facility shall not be included in the average daily population.

Replace with:

In consideration for the contractor's satisfactory performance of services called for under this contract, the Government shall make payment to the contractor at the rates identified in the schedule.

Monthly payment shall be based upon the contractor's fixed annual operating price, divided by the number of months within each performance period.

AMENDMENT OF SOLICITATION/ MODIFICATION OF CONTRACT - CONTINUATION			1. CONTRACT ID CODE	
2. AMENDMENT/MODIFICATION AMENDMENT 4	3. EFF. DATE SEE BLOCK 16C.	4. REQUISITION/ PURCHASE REQ. NO.	PAGE OF 3	PAGES 5

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible).

D. Section I – Contract Clauses:

Remove the following clauses:

52.216-18 Ordering (Oct 1995)

52.216-19 Order Limitations (Oct 1995)

52.216-22 Indefinite Quantity (Oct 1995)

Add the following clause by reference:

52.204-14 Service Contract Reporting Requirements (Jan 2014)

E. Section L – Instructions , conditions and notices to offerors:

Remove clause 52.216-1 Type of Contract (APR 1984) in its entirety:

52.216-1 TYPE OF CONTRACT (APR 1984)

The Government contemplates award of an indefinite delivery/indefinite quantity firm fixed unit price type contract with a four-year base period and three two-year option periods resulting from this solicitation.

Replace with:

52.216-1 TYPE OF CONTRACT (APR 1984)

The Government contemplates award of a firm fixed-price contract with a five-year base period with five one-year option periods.

AMENDMENT OF SOLICITATION/ MODIFICATION OF CONTRACT - CONTINUATION				1. CONTRACT ID CODE
2. AMENDMENT/MODIFICATION AMENDMENT 4	3. EFF. DATE SEE BLOCK 16C.	4. REQUISITION/ PURCHASE REQ. NO.	PAGE OF 4	PAGES 5

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible).

F. Section F – Deliveries or performance:

Remove: F.2 in its entirety and replace with the following:

PERFORMANCE

For the purpose of this solicitation, the term “contract award” is defined as the date the award document is signed by the Contracting Officer (CO).

Within 150 days of contract award, the contractor must be determined by the Federal Bureau of Prisons (BOP) to be in compliance with contract requirements and capable of assuming full responsibility for performance. This may occur earlier at the request of the contractor, but only if the BOP determined the contractor is capable of accepting inmates.

The contractor’s ability to perform in accordance with the terms of the contract will be assessed by the BOP prior to issuance of the Notice to Proceed (NTP). The BOP will perform numerous assessments to ensure contract compliance prior to issuance of the NTP.

In order to receive the NTP, the determination of contractor compliance with contract requirements applicable to issuance of the NTP is at the discretion of the CO. The BOP reserves its right under the contract should the contractor fail to comply with the requirements necessary for issuance of the NTP. Contract performance shall begin upon written issuance of the NTP signed by the CO.

Acceptance of inmates by the contractor shall occur immediately after the issuance of the NTP.

The anticipated periods of performance include:

Base Year 1:	NTP through 12 months
Base Year 2:	13 months through 24 months
Base Year 3:	25 months through 36 months
Base Year 4:	37 months through 48 months

AMENDMENT OF SOLICITATION/ MODIFICATION OF CONTRACT - CONTINUATION			1. CONTRACT ID CODE	
2. AMENDMENT/MODIFICATION AMENDMENT 4	3. EFF. DATE SEE BLOCK 16C.	4. REQUISITION/ PURCHASE REQ. NO.	PAGE OF 5	PAGES 5

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible).

Continued from the previous page:

Base Year 5: 49 months through 60 months

Option Period 1: 61 months through 72 months

Option Period 2: 73 months through 84 months

Option Period 3: 85 months through 96 months

Option Period 4: 97 months through 108 months

Option Period 5: 109 months through 120 months

The performance period of the contract shall be effective from the NTP through 60 months, with the Government's unilateral right to exercise the five individual one-year option periods in accordance with the terms of this contract.

All other terms and condition remain the same.

STANDARD FORM 30 (REV. 10-83)

PART I - THE SCHEDULE

SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS

SERVICES AND PRICES/COSTS

The contract resulting from this solicitation will be a Firm Fixed-Priced contract for services.

The period of performance for any contract which the Government may award under the terms and conditions of this RFP will be for a five-year base period with five one-year option periods.

PRICING INSTRUCTIONS

Offerors must submit pricing for each year of the base period and each option period.

In the event funds are not available after the first, second, third, fourth or fifth year of the base period the Government reserves the right to cancel the contract in accordance with FAR 52.217-2, Cancellation Under Multiyear Contracts.

In the event the contract is cancelled after the first year of the base period because funds are not available, the contractor will be compensated in accordance with FAR 52.217-2, Cancellation Under Multiyear Contracts, up to the cancellation ceilings set forth below. Ceilings exclude amounts for requirements included in prior years:

Base Year 2 - 30% of the non-recurring allowable costs for the remaining Base Period.

Base Year 3 - 15% of the non-recurring allowable costs for the remaining Base Period.

Base Year 4 - 7.5% of the non-recurring allowable costs for the remaining Base Period.

Base Year 5 - 3.5% of the non-recurring allowable costs for the remaining Base Period.

Non-recurring allowable cost is defined in the Federal Acquisition Regulations, part 17.106-1(c)(2).

PRICING SCHEDULES

For purposes of price evaluation and according to the above instructions, offerors must submit their proposed prices on the attached Pricing Schedule.

The contractor will be required to house a daily population up to 100% of the accepted contract beds.

The contract requirement found in Section C, regarding a minimum 100 bed Special Housing Unit, shall not be included in the 100% capacity and shall be additional beds used only for Special Housing Unit.

The offerors must submit:

SCHEDULE A

- 1) Monthly Ramp Up Price (MRP)
- 2) Monthly Operating Price (MOP) for each contract year;
- 3) Annual Operating Price (AOP) ($AOP = MOP * 12$) for each contract year;
- 4) Monthly Ramp Down Price (MRDP)
- 5) 6-Month Extension Price (In Accordance with FAR 52.217-8)

SCHEDULE B

- 1) Monthly Operating Price (MOP) for each contract year;
- 2) Annual Operating Price (AOP) ($AOP = MOP * 12$) for each contract year;
- 3) 6-Month Extension Price (In Accordance with FAR 52.217-8)

Monthly Ramp Up Price (MRP) - The MRP applies when the average number of inmates housed in a monthly payment period does not exceed 50% of 100% contract beds. Once the population reaches 50% plus 1 inmate during a monthly payment period, the MRP shall be considered expired for the remainder of the contract. The MOP becomes effective after the expiration of the MRP. During the ramp up period, the Government is required to order and the contractor required to furnish at least a guaranteed minimum quantity of 50% of the accepted number of contract beds.

Monthly Operating Price (MOP) - The MOP will apply after the Ramp Up Period when the average number of inmates housed in a monthly payment period exceeds 50% of 100% accepted contract beds.

Monthly Ramp Down Price (MRDP) - Monthly ramp down refers to a period of time when inmates are transferred from the facility due to the expiration of the contract. This period may become effective approximately three (3) months prior to the expiration of the contract. The MRDP applies when the average number of inmates housed in a monthly payment period reaches 50% of the 100% accepted contract beds. When ramp down becomes effective, the Government is required to order and the contractor required to furnish at least a guaranteed minimum quantity of 50% of the accepted number of contract beds.

6-Month Extension Price (FAR 52.217-8 Option to Extend Service (NOV 1999)) - This will be used in the event that the Government exercises its unilateral right to extend the term of the contract (not to exceed six months).

Payment - Monthly payments will begin after Notice to Proceed is issued and inmates begin entering the institution. Notice to Proceed will take effect on the first day of a calendar month.

SCHEDULE A**Offeror:****Location:****Number of contract beds:**

BASE YEAR #1 Ramp-Up Period (estimated 3 months)	
Monthly Ramp Up Price (inmates up to 50%)	\$ _____ Per month

Performance Period - 12 Months	MOP	AOP
Base Year #1	\$	\$
Base Year #2	\$	\$
Base Year #3	\$	\$
Base Year #4	\$	\$
Base Year #5	\$	\$
Option Period #1	\$	\$
Option Period #2	\$	\$
Option Period #3	\$	\$
Option Period #4	\$	\$
Option Period #5	\$	\$
6-Month Extension	\$	

Ramp-Down Pricing	
Monthly Ramp Down Price (inmates below 50%)	\$ _____ Per month

SCHEDULE B**Offeror:****Location:****Number of contract beds:**

Performance Period - 12 Months	MOP	AOP
Base Year #1	\$	\$
Base Year #2	\$	\$
Base Year #3	\$	\$
Base Year #4	\$	\$
Base Year #5	\$	\$
Option Period #1	\$	\$
Option Period #2	\$	\$
Option Period #3	\$	\$
Option Period #4	\$	\$
Option Period #5	\$	\$
6-Month Extension	\$	

Explanation for Calculation**AOP:** Formula: $AOP = MOP * 12$

[End of Section]